

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AMBASE CORPORATION, 111 WEST 57TH
MANAGER FUNDING LLC, and 111 WEST 57TH
INVESTMENT LLC, on behalf of itself and derivatively
on behalf of 111 WEST 57TH PARTNERS LLC,

Plaintiffs,

-against-

111 WEST 57TH SPONSOR LLC, 111 WEST 57TH JDS
LLC, PMG WEST 57TH STREET LLC, 111 WEST 57TH
CONTROL LLC, 111 WEST 57TH DEVELOPER LLC,
111 WEST 57TH KM EQUITY LLC, 111 WEST 57TH
KM GROUP LLC, KEVIN MALONEY, MATTHEW
PHILLIPS, MICHAEL STERN, NED WHITE, 111
CONSTRUCTION MANAGER LLC, PROPERTY
MARKETS GROUP, INC., JDS DEVELOPMENT LLC,
and JDS CONSTRUCTION GROUP LLC,

Defendants,

111 WEST 57TH PARTNERS LLC,

Nominal Defendant.

Docket No. 1:18-cv-5482 (AT)

**NOTICE OF MOTION TO
DISMISS THE THIRD
AMENDED COMPLAINT**

PLEASE TAKE NOTICE that upon the Declaration of Jennifer McDougall, dated August 7, 2018, and the exhibits annexed thereto, the accompanying memorandum of law, and the documents cited therein, and all prior papers and proceedings heretofore had in this action, defendants 111 West 57th Sponsor LLC, 111 West 57th Control LLC, 111 West 57th Developer LLC, 111 Construction Manager LLC, 111 West 57th Partners LLC, 111 West 57th JDS LLC, Michael Stern, Matthew Phillips, JDS Development LLC, JDS Construction Group LLC, PMG West 57th Street LLC, 111 West 57th KM Equity LLC, 111 West 57th KM Group LLC, Kevin Maloney, Ned White, and Property Markets Group, Inc. (together, “Defendants”), by and through

their undersigned counsel, hereby move this Court, before the Honorable Analisa Torres, United States District Court for the Southern District of New York, at Courtroom 15D of the Daniel Patrick Moynihan United States Courthouse, 500 Pearl Street, New York, New York 10007, for an order, pursuant to Federal Rule of Civil Procedure 12(b)(1) and (6), to dismiss Defendant's Third Amended Complaint ("TAC") in its entirety; to dismiss, with prejudice, each of the RICO claims (First through Sixth Claims), the fraud claim (Thirteenth Claim), the fiduciary duty claim (Fourteenth Claim) and the previously dismissed breach of contract claims (TAC ¶¶ 481(a) and 550 and Twelfth Claim); and to decline to exercise supplemental jurisdiction over the other state law claims and to remand the case to the state court. Pursuant to the Court's Docket Entry Order dated July 25, 2018, papers in opposition to the motion are due by September 11, 2018 and reply papers are due by October 2, 2018. The motion shall be heard on a date and at a time directed by the Court.

Dated: New York, New York
August 7, 2018

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West 57th Developer LLC, 111 Construction
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